

Schedule 1

Committees

Pursuant to L.B.R. 1007-2(a)(3), prior to the Petition Date, certain holders of the 9.625% secured bonds due in 2015 engaged with the Debtors in an effort to participate in the Debtors' ongoing restructuring efforts. The holders are represented by Gerard Uzzi, Esq. of the law firm of White & Case LLP, 1155 Avenue of the Americas, New York, New York 10036-2787.

Schedule 2

Consolidated List of 50 Largest Unsecured Claims (Excluding Insiders)⁴⁸

Pursuant to L.B.R. 1007-2(a)(4), the following is a list of creditors holding, as of May 11, 2012, the 50 largest noncontingent, unsecured claims against the Debtors, on a consolidated basis, excluding claims of insiders as defined in 11 U.S.C. §101.

Residential Capital LLC, et al.

Top 50 Unsecured Creditors

In USD

(All Amounts Are Estimated)

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
1	Deutsche Bank Trust Company Americas C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Phone: (201) 593-2456 Fax: Email: kelvin.vargas@db.com	8.500% Senior Unsecured Notes due April 2013 [4]		473,416,000.00
2	Deutsche Bank Trust Company Americas C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Phone: (201) 593-2456 Fax: Email: kelvin.vargas@db.com	750,000,000 Euros Aggregate Principal Amount of 7.125% Notes due May 2012 [4]		127,671,000.00 [5]
3	Deutsche Bank Trust Company Americas	Phone: (201) 593-2456	8.875% Senior Unsecured		112,227,000.00

⁴⁸ The information in this list shall not constitute an admission of liability by, nor is it binding on, the Debtors. All claims remain subject to customary offsets, defenses, credits and adjustments, which are not specifically reflected on this list.

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Fax: Email: kelvin.vargas@db.com	Notes due June 2015 [4]		
4	Deutsche Bank Trust Company Americas C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Phone: (201) 593-2456 Fax: Email: kelvin.vargas@db.com	£400,000,000 Aggregate Principal Amount of 9.875% Notes due July 2014 [4]		103,743,000.00 [6]
5	Deutsche Bank Trust Company Americas C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Phone: (201) 593-2456 Fax: Email: kelvin.vargas@db.com	8.500% Senior Unsecured Notes due June 2012 [4]		79,879,000.00
6	Deutsche Bank Trust Company Americas C/O Kelvin Vargas 25 De Forest Ave Summit, NJ 07901	Phone: (201) 593-2456 Fax: Email: kelvin.vargas@db.com	£400,000,000 Aggregate Principal Amount of 8.375% Notes due May 2013 [4]		59,379,200.00 [6]
7	BNYMellon C/O Dechert LLP 1095 Avenue of the Americas New York, NY 10036	Phone: (212) 698-3621 Fax: (212) 698-3599 Email: hector.gonzalez@dechert.com	Contingent Claim-Securitization	Contingent, Unliquidated, Disputed	Unknown
8	US Bank C/O Seward & Kissel LLP	Phone: (212) 574-1391 Fax: (212) 480-8421	Contingent Claim-Securitization	Contingent, Unliquidated, Disputed	Unknown

Schedule 2-2

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	One Battery Park Plaza New York, NY 10004	Email: das@sewkis.com			
9	Deutsche Bank AG, New York C/O Joe Salama 60 Wall Street New York, NY 10005-2836	Phone: (212) 250-9536 Fax: (866) 785-1127 Email: joe.salama@db.com	Contingent Claim-Securitization	Contingent, Unliquidated, Disputed	Unknown
10	Federal Housing Finance Agency C/O Alfred Pollard 400 Seventh Street, SW	Phone: (202) 649-3804 Fax: Email: GeneralCounsel@FHFA.org	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
11	MBIA, Inc. C/O Cadwalader, Wickersham & Taft One World Financial Center New York, NY 10281	Phone: (212) 504-6373 Fax: (212) 504-6666 Email: gregory.petrick@cwt.com	Contingent Claim-Litigation	Contingent, Unliquidated, Disputed	Unknown
12	Ambac Assurance Corp C/O Patterson Belknap Webb & Tyler 1133 Avenue of the Americas New York, NY 10036	Phone: (212) 336-2140 Fax: (212) 336-2094 Email: prforlenza@pbwt.com	Contingent Claim-Litigation	Contingent, Unliquidated, Disputed	Unknown
13	Financial Guaranty Insurance Co. C/O Jones Day	Phone: (212) 326-7844 Fax: (212) 755-7306	Contingent Claim-Litigation	Contingent, Unliquidated, Disputed	Unknown

Schedule 2-3

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	222 East 41st Street New York, NY 10017-6702	Email: cball@jonesday.com			
14	Assured Guaranty Corp. C/O Margaret Yanney 31 West 52nd Street New York, NY 10019	Phone: (212) 857-0581 Fax: (212) 893-2792 Email: myanney@assuredguaranty.com	Contingent Claim-Litigation	Contingent, Unliquidated, Disputed	Unknown
15	Thrivent Financial for Lutherans C/O Teresa J. Rasmussen 625 Fourth Avenue S. Minneapolis, MN 55415-1624	Phone: (800) 847-4836 Fax: Email:	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
16	West Virginia Investment Management Board C/O Craig Slaughter 500 Virginia Street East, Suite 200	Phone: (304) 345-2672 Fax: Email:	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
17	Allstate Insurance C/O Quinn Emanuel Urquhart & Sullivan 865 S. Figueroa Street, 10th Floor	Phone: (213) 443-3000 Fax: Email: danbrockett@quinnemanuel.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
18	Western & Southern C/O Wollmuth Maher & Deutsch LLP	Phone: (212) 382-3300 Fax:	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown

Schedule 2-4

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	500 Fifth Avenue New York, NY 10110	Email: dwollmuth@wmd-law.com			
19	The Union Central Life Insurance Company C/O Robbins Geller Rudman & Dowd LLP 655 West Broadway, Suite 1900	Phone: (619) 231-1058 Fax: (519) 231-7423 Email: stevep@rgrdlaw.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
20	Cambridge Place Investment Management Inc. C/O Donnelly, Conroy & Gelhaar LLP 1 Beacon Street, 33rd Floor	Phone: (617) 720-2880 Fax: (617) 720-3553 Email: msd@dcglaw.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
21	Sealink Funding Limited C/O Labaton Sucharow LLP 140 Broadway	Phone: (212) 907-0869 Fax: (212) 883-7069 Email: jbernstein@labaton.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
22	Stichting Pensioenfonds ABP C/O Grant & Eisenhofer 123 S. Justison Street	Phone: (302) 622-7040 Fax: (302) 622-7100 Email: gjarvis@gelaw.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
23	Huntington Bancshares Inc. C/O Grant & Eisenhofer	Phone: (302) 622-7040 Fax: (302) 622-7100	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	123 S. Justison Street	Email: gjarvis@gelaw.com			
24	Federal Home Loan Bank of Chicago C/O Keller Rohrback LLP 1201 Third Avenue, Suite 3200	Phone: (206) 623-1900 Fax: (206) 623-3384 Email: dloeser@kellerrohrback.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
25	Federal Home Loan Bank of Boston C/O Keller Rohrback LLP 1201 Third Avenue, Suite 3200	Phone: (206) 623-1900 Fax: (206) 623-3384 Email: dloeser@kellerrohrback.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
26	Federal Home Loan Bank of Indianapolis C/O Keller Rohrback LLP 1201 Third Avenue, Suite 3200	Phone: (206) 623-1900 Fax: (206) 623-3384 Email: dloeser@kellerrohrback.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
27	Massachusetts Mutual Life Insurance Company C/O Bernadette Harrigan 1295 State Street	Phone: (413) 788-8411 Fax: (413) 226-4268 Email:	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
28	National Credit Union Administration Board C/O Susman Godfrey LLP	Phone: (310) 789-3100 Fax: (310) 789-3150	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	1901 Avenue of the Stars, Suite 950	Email: mseltzer@susmangodfrey.com			
29	The Charles Schwab Corporation C/O Grais & Ellsworth LLP 70 East 55th Street New York, NY 10022	Phone: (212) 755-0100 Fax: (212) 755-0052 Email:	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
30	New Jersey Carpenters Health Fund C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
31	New Jersey Carpenters Vacation Fund C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
32	Boilermaker Blacksmith National Pension Trust C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
33	Police and Fire Retirement System of the City of Detroit	Phone: (212) 223-3900	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown

Schedule 2-7

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	C/O Zwerling, Schachter & Zwerling 41 Madison Avenue New York, NY 10010	Fax: (212) 371-5969 Email: rzwerling@zsz.com			
34	Orange County Employees Retirement System C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
35	Midwest Operating Engineers Pension Trust Fund C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
36	Iowa Public Employees Retirement System C/O Cohen Milstein Sellers & Toll PLLC 150 East 52nd Street, Thirtieth Floor New York, NY 10022	Phone: (212) 838-7797 Fax: (212) 838-7745 Email: jlaitman@cohenmilstein.com	Contingent Claim-Securities	Contingent, Unliquidated, Disputed	Unknown
37	Brian Kessler, et al C/O Walters Bender Strohbehn & Vaughan, P.C. 2500 City Center Square, 1100 Main, Suite 2500	Phone: (816) 421-6620 Fax: (816) 421-4747 Email: jhaake@wbsvlaw.com	Contingent Litigation	Contingent, Unliquidated, Disputed	Unknown

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
38	Donna Moore C/O Kessler Topaz Meltzer & Check, LLP 280 King of Prussia Road Radnor, PA 19087	Phone: (610) 822.0242 Fax: (610) 667.7056 Email: eciolko@ktmc.com	Contingent Litigation	Contingent, Unliquidated, Disputed	Unknown
39	Steven And Ruth Mitchell C/O Walters Bender Stroehbehn & Vaughan, P.C 2500 City Center Square, 1100 Main Street Kansas City, MO 64105	Phone: (816) 421-6620 Fax: (816) 421-4747 Email: awalter@wbsvlaw.com	Settled Litigation		14,500,000.00
40	Indecomm Global Services 200 Middlesex Essex Turnpike Suite 102 Iselin, NJ 08830	Phone: (732) 404-0081 Ext. 208 Fax: Email: Rajan@indecomm.net	General Trade Payable		675,000.00
41	Alan Gardner C/O Williamson & Williams 187 Parfitt Way SW, Suite 250 Bainbridge Island, WA 98110	Phone: (206) 441-5444 Fax: (206) 780-5557 Email: roblin@williamslaw.com	Settled Litigation		555,000.00
42	Tiffany Smith C/O Schroeter Goldmark & Bender 500 Central Bldg., 810 Third Ave. Seattle, WA 98104	Phone: (206) 622-8000 Fax: (206) 682-2305 Email: info@sbg-law.com	Settled Litigation		275,000.00
43	Don E. Diane M. Patterson C/O Siegel Brill, P.A. 100 Washington Avenue South, Suite 1300 Minneapolis, MN 55401	Phone: (612) 337-6100 Fax: (612) 339-6591 Email: heidifurlong@siegelbrill.com	Settled Litigation		157,950.00

No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
44	Wells Fargo & Company Wf 8113, P.O. Box 1450 Minneapolis, MN 55485	Phone: (612) 667-7121 Fax: Email:	General Trade Payable		121,000.00
45	Credstar 12395 First American Way Poway, CA 92064	Phone: (800) 921-6700, ext 5129 Fax: Email: LPulford@corelogic.com	General Trade Payable		99,773.65
46	Emortgage Logic 9151 Boulevard 26, Suite 400 N. Richland Hills, TX 76180-5605	Phone: (817) 581-2900 Fax: Email: info@emortgagelogic.com	General Trade Payable		87,910.00
47	Aegis Usa Inc. 2049 Century Park East, Suite 300 Los Angeles, CA 90067	Phone: +63 2 8858000 Fax: Email: Kapil.Chopra@aegisglobal.com	General Trade Payable		72,116.56
48	ISGN Fulfillment Services Inc 3220 Tillman Drive, Suite 301 Bensalem, PA 19020	Phone: (860) 656-7571 Fax: Email: Scott.slifer@isgn.com	General Trade Payable		65,754.00
49	US Bank Corporate Trust Services 60 Livingston Ave St. Paul, MN 55107	Phone: (651) 495-3839 Fax: (866) 869-1624 Email: michelle.moeller@usbank.com	General Trade Payable		64,000.00
50	Deborah Pangel and Lee Sachs	Phone: (914) 946-0860	Settled Litigation		55,000.00

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No.	Creditor [1]	Creditor Contact	Nature of Claim [2]	Contingent, Unliquidated, or Disputed	Amount of Claim [3]
	C/O Linda Tirelli One North Lexington Avenue, 11th Floor White Plains, NY 10601	Fax: (914)946-0870 Email: WestchesterLegal@aol.com			

Notes:

- [1] For all litigation settlements, the counterparty's attorney is listed as addressee.
- [2] General Trade Payable claims are based on balances in the Debtors' Accounts Payable system as of close of business May 11, 2012.
- [3] Estimated amount of claim for unsecured bonds represents principal balances as of 5/9/12 and does not include accrued interest or fees.
- [4] As of Indenture dated June 24, 2005 between Residential Capital Corporation and Deutsche Bank Trust Company Americas, as Indenture Trustee (amended on June 24, 2005, November 21, 2005, and May 16, 2008). A \$20.1 million semi-annual interest payment due in April 2012 for the senior unsecured note maturing in April 2013 was not made.
- [5] Estimated amount of claim for EUR notes is based on an exchange rate of 1.29480 on May 11, 2012.
- [6] Estimated amount of claim for GBP notes is based on an exchange rate of 1.61418 on May 11, 2012.

Schedule 3

Consolidated List of Holders of 5 Largest Secured Claims

Pursuant to L.B.R. 1007-2(a)(5), the following is a list of creditors holding, as of May 11, 2012, the 5 largest noncontingent, secured claims against the Debtors, on a consolidated basis.

Residential Capital LLC, et al.
Top Secured Creditors
In USD
(All Amounts Are Estimated)

#	Creditor	Contact, Mailing Address & Telephone Number	Nature of Claim	Amount of Claim [1]	Collateral Description	Contingent, Unliquidated, or Disputed
1	U.S. Bank National Association	Attn: George Rayzis U.S. Bank National Association 50 South 16 th Street, Suite 2000 Philadelphia, PA 19102 Phone: (215) 761-9317 george.rayzis@usbank.com	Junior Secured Notes	\$2,120,452,000	Secured lien on pledged loan assets and shares	
2	Ally Financial Inc.	Attn: Jeffrey Brown Ally Financial Inc. 3420 Toringdon Way Floor 4 Charlotte, NC 28277 Phone: (704) 540-6133 jeff.brown@gmaccfs.com	Secured Revolver	\$747,127,585	First lien on pledged loan assets and shares	Disputed
3	Ally Financial Inc.	Attn: Jeffrey Brown Ally Financial Inc. 3420 Toringdon Way Floor 4 Charlotte, NC 28277 Phone: (704) 540-6133 jeff.brown@gmaccfs.com	Line of Credit	\$380,000,000	First lien on pledged loan assets and shares	Disputed

#	Creditor	Contact, Mailing Address & Telephone Number	Nature of Claim	Amount of Claim [1]	Collateral Description	Contingent, Unliquidated, or Disputed
4	BMMZ Holdings, LLC	Attn: Courtney Lowman BMMZ Holdings LLC c/o Ally Financial Inc. 200 Renaissance Center Detroit, MI 48265-2000 Mail Code: 482-B12-B96 Phone: (313) 656-6711 Courtney.lowman@ally.com	Ally Repo Facility	\$250,000,000	Mortgage Loans – 1st and 2nd Liens	
5	Citibank, N.A.	Attn: Bobbie Theivakumaran 390 Greenwich Street, 6th Floor New York, NY 10013 Phone: (212) 723-6753 bobbie.theivakumaran@citi.com	Mortgage Servicing Rights	\$152,000,000	Agency Mortgage Servicing Rights	

Notes:

[1] Outstanding debt principal balances as of 5/11/12. The amounts exclude accrued interest and fees.

Schedule 4

Debtors' Assets & Liabilities

Pursuant to L.B.R. 1007-2(a)(6), below is a summary of the Debtors' assets and liabilities, which is presented in the form of the Consolidated Balance Sheet as of March 31, 2012.

**Condensed Consolidated Balance Sheet
(unaudited)**

Residential Capital, LLC

(\$ in thousands)

3/31/2012

Assets	
Cash and cash equivalents	\$ 652,704
Mortgage loans held-for-sale (\$46,419 and \$56,976 fair value elected)	4,270,826
Finance receivables and loans, net	
Consumer (\$832,094 and \$835,192 fair value elected)	996,559
Commercial	41,145
Allowance for loan losses	(28,788)
Total finance receivables and loans, net	1,008,916
Mortgage servicing rights	1,254,497
Accounts receivable, net	3,157,256
Other assets	5,331,372
Total assets	\$ 15,675,571
Liabilities	
Borrowings	
Borrowings from parent	\$ 1,409,873
Collateralized borrowings in securitization trusts	828,418
Other borrowings	4,468,776
Total borrowings	6,707,067
Other liabilities	8,569,161
Total liabilities	15,276,228
Equity	
Member's interest	11,630,276
Accumulated deficit	(11,166,544)
Accumulated other comprehensive loss	(64,389)
Total equity	399,343
Total liabilities and equity	\$ 15,675,571

Schedule 5

Publicly Held Securities

Pursuant to Local Rule 1007-2(a)(7), the following lists the number and classes of shares of stock, debentures, and other securities of the Debtors that are publicly held (“Securities”) and the number of holders thereof. The Securities held by the Debtors’ directors and officers are listed separately.

ResCap Units

Residential Capital, LLC (“ResCap”) is a limited liability company organized under the laws of the state of Delaware. None of the limited liability company units of ResCap (“ResCap Units”) are publicly held. It is a wholly owned indirect subsidiary of Ally Financial Inc.

There are no ResCap Units held by the Debtors’ directors and officers.

Public Bonds and Notes As of April 30, 2012

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders⁴⁹
Medium-term unsecured notes due 2012 ⁵⁰	\$128.8 million	Undetermined
7.125% Unsecured Notes due 2012	\$132.7 million	Undetermined
8.50% Unsecured Notes due 2012	\$79.9 million	Undetermined
8.50% Unsecured Notes due 2013	\$473.4 million	Undetermined
8.375% Unsecured Notes due 2013	\$58.4 million	Undetermined
9.875% Unsecured Notes due 2014	\$102.1 million	Undetermined
8.875% Unsecured Notes due 2015	\$112.2 million	Undetermined
9.625% Junior Secured Guaranteed Notes due 2015	\$2.1 billion	Undetermined

⁴⁹ The Debtors are unable to approximate the number of record holders of their public bonds as only information regarding the registered holder, typically the depository company, is available.

⁵⁰ Issued by a non-debtor foreign subsidiary and guaranteed by certain of the Debtors, including GMAC Mortgage and ResCap.

Schedule 6

Debtors' Property Not In The Debtors' Possession

Pursuant to Local Rule 1007-2(a)(8), the following lists the Debtors' property that is in the possession or custody of any custodian, public officer, mortgagee, pledge, assignee of rents, secured creditor, or agent for any such entity.

In the ordinary course of business, on any given day, property of the Debtors (including security deposits or other collateral with counterparties to certain commercial relationships) is likely to be in the possession of various third parties, including, but not limited to, custodians, mortgagees, secured creditors, governmental sponsored entities, or agents, where the Debtors' ownership interest is not affected. Because of the constant movement of this property, identification of all of their addresses, telephone numbers, and the location of any court proceeding affecting the property, would be impractical.

Schedule 7

Pursuant to Local Rule 1007-2(a)(9), the following lists the property or premises owned, leased, or held under other arrangement from which the Debtors operate their businesses.

Owned Property

Debtor	Street Address	City	State	Zip Code	Country
GMAC Mortgage, LLC	3451 Hammond Avenue	Waterloo	IA	50702	USA
EPRE, LLC owns 49% with right to acquire remaining 51% ⁵¹	6875 Shady Oak Road	Eden Prairie	MN	55344	USA

⁵¹ See Purchase and Sale Agreement, dated May 9, 2012, between EPRE LLC and Ally Financial, Inc. and related Limited Warranty Deed.

Leased Property⁵²

Debtor	Street Address	City	State	Zip Code	Country
GMAC Mortgage, LLC	17470 Pacesetter Way	Scottsdale	AZ	85255	USA
GMAC Mortgage, LLC	60 East Rio Salado Pkwy, 9 th Floor	Tempe	AZ	85281	USA
Residential Funding Company, LLC	2255 N. Ontario Street #400	Burbank	CA	91504	USA
GMAC Mortgage LLC	3200 Park Center Drive	Costa Mesa	CA	92626	USA
GMAC Mortgage, LLC	2448 Junipero Serra Boulevard	Daly City	CA	94015	USA
GMAC Mortgage, LLC	15821 Ventura Boulevard, Suite 180 ⁵³	Encino	CA	91436	USA
GMAC Mortgage, LLC	10625 Ellis Avenue, Suite B	Fountain Valley	CA	92708	USA
GMAC Mortgage, LLC	655 North Central Avenue, 17 th Fl	Glendale	CA	91203	USA
GMAC Mortgage, LLC	11601 Wilshire Blvd., 5 th Fl	Los Angeles	CA	90025	USA
Homecomings Financial Network, LLC	1650 Corporate Circle, Suites 100, 150 and 200	Petaluma	CA	94954	USA
GMAC Mortgage, LLC	1215 K Street, 17 th Floor, Offices 1720 and 1721	Sacramento	CA	95814	USA
GMAC Mortgage, LLC	9635 Granite Ridge Drive	San Diego	CA	92123	USA
GMAC Mortgage, LLC	7676 Hazard Center Drive, Suite 500-33A and B	San Diego	CA	92108	USA
GMAC Mortgage, LLC	111 N. Market Street Suite 300, Office #8 and #9	San Jose	CA	95113-1116	USA
GMAC Mortgage, LLC	111 N. Market Street Suite 300, Office #10	San Jose	CA	95113-1116	USA
GMAC Mortgage, LLC	28005 N. Smyth Drive	Valencia	CA	91355	USA
GMAC Mortgage, LLC	1990 North California Blvd., 8th Floor #830; Office 228	Walnut Creek	CA	94596-7261	USA
GMAC Mortgage LLC	1224 Mill Street, Office 215	East Berlin	CT	06023	USA
GMAC Mortgage LLC	990 North State Road 434	Altamonte Springs	FL	32714	USA
GMAC Mortgage, LLC	1560 Sawgrass Corporate Parkway, Suite 401	Fort Lauderdale (Sunrise)	FL	33323	USA
GMAC Mortgage, LLC	1560 Sawgrass Corporate Parkway, Suite 494	Fort Lauderdale (Sunrise)	FL	33323	USA
GMAC Mortgage, LLC	100 West 5 th Avenue	Mt. Dora	FL	32757	USA

⁵² The classification of the contractual agreement listed herein as real property leases or property held by other arrangements is not binding upon the Debtors. In addition, due to the size and complexity of the Debtors' business operations, this list may not be inclusive of all of the real property leased by Debtors.

⁵³ To be surrendered to Landlord upon expiration, July 31, 2012.

Debtor	Street Address	City	State	Zip Code	Country
GMAC Mortgage, LLC	111 Second Avenue NE Suite 532	St. Petersburg	FL	33701	USA
GMAC Mortgage, LLC	511 W Bay Street, Suite 350	Tampa	FL	33606	USA
GMAC Mortgage, LLC	1977 Dundee Drive	Winter Park	FL	32792	USA
GMAC Mortgage, LLC	Two Ravinia, Suite 5001	Atlanta	GA	30346	USA
GMAC Mortgage, LLC	1170 Peachtree Street NE, Suite 1200-1239	Atlanta	GA	30309	USA
GMAC Mortgage, LLC	4426 Washington Road	Evans	GA	30809	USA
GMAC Mortgage, LLC	Parking parcel adjacent to 1051 E. San Marnan Drive	Waterloo	IA	50702	USA
Residential Funding Corporation	300 East Fall Creek Suite 124	Indianapolis	IN	46205	USA
GMAC Mortgage, LLC	100 Cummings Center Suite 312-G	Beverly	MA	01915	USA
GMAC Mortgage, LLC	53 Hereford Street	Boston	MA	02115	USA
GMAC Mortgage, LLC	34 Hayden Rowe Street, Suite 162	Hopkinton	MA	01748	USA
GMAC Mortgage, LLC	233 Needham Street, Office #78	Newton	MA	02464	USA
GMAC Mortgage, LLC	2480 Route 97, Suite 7	Glenwood	MD	21738	USA
GMAC-RFC Homecomings Financial	24516 Harper Avenue	St. Clair Shores	MI	48081	USA
GMAC Mortgage, LLC	625 N. Euclid, Suite 515	St. Louis	MO	63108	USA
GMAC Mortgage, LLC	112 W. Boulevard	Laurinburg	NC	28352	USA
GMAC Mortgage, LLC	922 Washington Street	Hoboken	NJ	07030	USA
GMAC Mortgage, LLC	33 Wood Avenue South, Office 633	Iselin	NJ	08830	USA
GMAC Mortgage, LLC	1076 Ocean Avenue	Sea Bright	NJ	07760	USA
GMAC Mortgage, LLC	2027 State Highway 35	Wall	NJ	07719	USA
GMAC Mortgage, LLC	10775 Double R Boulevard	Reno	NV	89521	USA
GMAC Mortgage, LLC	2004 Route 17M	Goshen	NY	10924	USA
GMAC Mortgage, LLC	105 Maxess, Office #106	Melville	NY	11747	USA
GMAC Mortgage LLC	4449 Easton Way 2nd Floor, Offices 2106 & 2094	Columbus	OH	43219	USA
GMAC Mortgage, LLC	1100 Virginia Drive	Fort Washington	PA	19034- 3200	USA
GMAC Mortgage, LLC	1140 Virginia Drive	Fort Washington	PA	19034	USA
GMAC Mortgage, LLC	1307 Avenel Boulevard, Apt. 1307 ⁵⁴	North Wales	PA	19454	USA

⁵⁴ To be surrendered to Landlord upon expiration, May 20, 2012.

Debtor	Street Address	City	State	Zip Code	Country
GMAC Mortgage LLC	1320 Main Street Suite 300, Office 341	Columbia	SC	29201	USA
GMAC Mortgage, LLC	725 Cool Springs Suite 600	Franklin	TN	37067	USA
GMAC Mortgage, LLC	277 Mallory Station Road, Suite 106	Franklin	TN	37067	USA
GMAC Mortgage, LLC	915 East McLemore Avenue, Suite 205, Office "LOCCDC"	Memphis	TN	38106	USA
GMAC Mortgage, LLC	9442 Capital of Texas Highway North, Plaza One, Suite 500	Austin	TX	78759	USA
Residential Funding Corporation	2711 North Haskell Avenue	Dallas	TX	75204	USA
GMAC Mortgage, LLC ⁵⁵	2501 S State Hwy 121 Suite 300 Denton	Lewisville	TX	75067	USA
GMAC Mortgage, LLC	2504 Anderson Highway	Powhatan	VA	23139	USA
ETS of Virginia, Inc.	3900 Westerre Parkway Suite 300, Office 328, 330, 332 ⁵⁶	Richmond	VA	23233	USA
GMAC Mortgage LLC	800 Bellevue Way, Office 420	Bellevue	WA	98004	USA
GMAC Mortgage LLC	800 Bellevue Way, Office 446	Bellevue	WA	98004	USA

⁵⁵ Pursuant to an Assignment of Leasehold Interest dated May 9, 2012, GMAC Mortgage LLC assigned a 51% leasehold interest Ally Financial Inc. and has a right to require the re-assignment of such leasehold interest from Ally Financial Inc. as provided therein.

⁵⁶ To be surrendered to Landlord upon expiration, September 30, 2012.

Schedule 8

Pursuant to Local Rule 1007-2(a)(10), the following lists the locations of the Debtors' substantial assets, the location of their books and records, and the nature, location, and value of any assets held by the Debtors outside the territorial limits of the United States.

Location of Debtors' Substantial Assets

The Debtors are the fifth largest servicer of mortgage loans and the tenth largest originator of mortgage loans in the United States. The Debtors have assets located throughout the country including at their New York headquarters as well as at operational centers in Pennsylvania, Minnesota, Iowa, Texas and California.

Books and Records

The Debtors' books and records are located at their headquarters in New York, New York as well as in Fort Washington, Pennsylvania and Minneapolis, Minnesota.

Debtors' Assets Outside the United States

The Debtors have assets in the United Kingdom and Canada.

Schedule 9

Litigation

Pursuant to Local Rule 1007-2(a)(11), to the best of the Debtors' knowledge and belief, the Debtors are not aware of any actions or proceedings, pending or threatened, against the Debtors or their properties where a judgment against the Debtors or a seizure of their property may be imminent.

Schedule 10

Pursuant to Local Rule 1007-2(a)(12), the following provides the names of the individuals who comprise the Debtors' existing senior management, a description of their tenure with the Debtors, and a brief summary of their relevant responsibilities and experience.

Name / Position	Experience / Responsibilities
Tom Marano <i>Chairman and Chief Executive Officer, ResCap</i> ⁵⁷	Tom Marano currently serves as Chief Executive Officer of ResCap, having been elected Chief Executive Officer of ResCap in July 2008. Mr. Marano served from March 2008 to April 2009 as Managing Director for Cerberus Capital Management, L.P. in its Residential and Commercial Capital Markets Division. Prior to joining Cerberus, Mr. Marano spent 25 years at The Bear Stearns Companies, Inc., where he held numerous positions, most recently, as Senior Managing Director and Global Head of Mortgage and Asset Backed Securities responsible for mortgage sales, trading, and origination.
Steven Abreu <i>President</i>	Steve Abreu was named President of GMAC Mortgage in October 2009. Prior to joining GMAC Mortgage, Mr. Abreu, was at Greenpoint Mortgage Funding, Inc. for more than 20 years, most recently as President and Chief Executive Officer.
James Whitlinger <i>Chief Financial Officer</i>	James Whitlinger was elected Chief Financial Officer of ResCap in May 2011. Mr. Whitlinger joined GMAC Mortgage in 1992 and has held various positions including Executive Director of Finance for Mortgage Operations Chief Accounting Officer for GMAC Residential Holding Co., and Senior Vice President of Mergers and Acquisitions.
Joe Pensabene <i>Executive Vice President, Chief Servicing Officer</i>	Joe Pensabene has been Executive Vice President and Chief Servicing Officer of ResCap since August 2008. Since joining GMAC Mortgage in 1996, Mr. Pensabene has held numerous senior leadership positions in both servicing and lending. Prior to joining ResCap, Mr. Pensabene served as a Senior Accountant at Deloitte & Touche focused on financial services.
Winston Wilkinson <i>Consumer Lending, Mortgage Operations</i>	Carlos Winston Wilkinson has served as Executive Vice President of Consumer Lending for ResCap since March 2011. Prior to joining ResCap, Mr. Wilkinson served as an Executive Vice President of Wachovia from 1991 to 2006 and from 2007 to 2010 where he held

⁵⁷ On May 13, 2012, the Chief Executive Officer of AFI, pursuant to authority delegated to him by a committee of the AFI Board, confirmed that AFI will rebadge Mr. Marano as an Ally employee at such time as he may request, but in no event on or subsequent to consummation of a sale of all or substantially all of Rescap's assets such that he would no longer be eligible to participate in the Ally Financial Inc Long Term Equity Compensation Incentive Plan as a result of such sale.

Name / Position	Experience / Responsibilities
	several key leadership positions, including Regional President, President, Retail Mortgage Executive, and Director of Private Banking Western Expansion. Mr. Wilkinson served as Executive Vice President of Consumer Banking at Fifth Third Bank from 2006 to 2007.
Tammy Hamzehpour <i>General Counsel</i>	Tammy Hamzehpour has been General Counsel of ResCap since October 2007. Since joining ResCap in 1998, Ms. Hamzehpour has held various legal positions covering both Mergers & Acquisitions and ResCap's International Business Group. Prior to joining ResCap, Ms. Hamzehpour was a partner at Taft, Stettinius & Hollister LLP.

SCHEDULE 11

PAYROLL

Pursuant to Local Rule 1007-2(b)(1)-(2)(A) and (C), the following provides the estimated amount of weekly payroll to the Debtors' employees (not including officers, directors, and stockholders) and the estimated amount to be paid to officers, stockholders, directors, and financial and business consultants retained by the Debtors, for the 30-day period following the filing of the chapter 11 petitions.

Payments to Employees (Not Including Officers, Directors, and Stockholders)	\$15.0 million
Payments to Officers, Stockholders, and Directors	\$439,344
Payments to Financial and Business Consultants	--

SCHEDULE 12

**CASH RECEIPTS AND DISBURSEMENTS,
NET CASH GAIN OR LOSS, UNPAID OBLIGATIONS AND RECEIVABLES**

Pursuant to Local Rule 1007-2(b)(3), the following provides, for the 30-day period following the filing of the chapter 11 petition, the estimated cash receipts and disbursements, net cash gain or loss, and obligations and receivables expected to accrue that remain unpaid, other than professional fees.

Cash Receipts	\$396 million
Cash Disbursements	\$427.9 million
Net Cash Loss	\$31.9 million
Unpaid Obligations	\$26.5 million
Unpaid Receivables	\$7 million